



EL148535546US



24123

PATENT TRADEMARK OFFICE

**DECLARATION AND POWER OF ATTORNEY
FOR PATENT APPLICATION**

Atty. Docket No. BH2090.2.P2

As a below named inventor, I hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if multiple names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled

**ELECTRONIC COMMERCE TRANSACTIONS WITHIN A MARKETING SYSTEM THAT MAY
CONTAIN A MEMBERSHIP BUYING OPPORTUNITY**

the specification of which

_____ is attached hereto.

_____ was filed on _____ as United States Application Serial No. _____

☒ was filed on 02/29/2000 as PCT International Application No. PCT/US00/05074☒ was amended on (if applicable) 08/31/2001.

I hereby appoint the following attorneys and/or agents to prosecute this application and transact all business in the United States Patent and Trademark Office connected therewith: Jill M. Beckman, Reg. No. 36,741, Lynn E. Schwenning, Reg. No. 37,233, Amy I. Ahn, Reg. No. 44,498, Marc Filigenzi, Reg. No. 46,700

Please address all correspondence, telephone calls, or facsimile to Marc Filigenzi in care of:

Alticor Inc.
7575 Fulton Street East 78-2G
Ada, MI 49355
(616) 787-7303
(616) 787-9027 (fax)

RECEIVED

DEC 26 2001

OFFICE OF PETITIONS

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I hereby state that I have signed this Declaration on my own behalf and on behalf of the non-signing joint inventors; Bruce H. Carlson and William Hazard who have refused to sign. Accompanying this Declaration is a Statement of Facts in Support of Filing on Behalf of the Non-signing Inventors.

I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, §1.56, including for continuation-in-part applications, materials which became available between the filing date of the prior application and the National or PCT International filing date of the continuation-in-part application.

I hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d) or (f) or §365(b) of any foreign application(s) for patent or inventor's certificate(s) or §365(a) of any PCT International application which designated at least one country other than the United States listed below and have also identified below, by checking the box, any foreign application(s) for patent or inventor's certificate(s), or PCT International application having a filing date before that of the application on which priority is claimed:

Priority Claimed

(Number)	(Country)	(Filing date)	Yes	No
----------	-----------	---------------	-----	----

I hereby claim the benefit under 35 U.S.C. §120 of any United States provisional applications(s) listed below:

<u>60/122,385</u>	<u>March 2, 1999</u>
Application Serial No.	(Filing Date)
<u>60/126,493</u>	<u>March 25, 1999</u>
Application Serial No.	(Filing Date)

I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s), or §365(c) of any PCT International application designating the United States, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application or PCT International application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty

to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

<u>09/515,860</u> (Application Serial No.)	<u>February 29, 2000</u> (Filing Date)	<u>Pending</u> (Status; patented, pending, abandoned)
<u>PCT/US00/05074</u> (Application Serial No.)	<u>February 29, 2000</u> (Filing Date)	<u>Published</u> (Status; patented, pending, abandoned)

All statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Daniel A. Arganbright 11/20/01
Inventor's Signature Date

Arganbright, Daniel A.
Full name of sole or first joint inventor

United States of America
Citizenship

Grand Rapids, MI
Residence (City & State)

955 Diamond N.E.
Grand Rapids, MI 49503
Post Office Address

R S B 11/19/01
Inventor's Signature Date

Bancino, Randy S.
Full name of third joint inventor, if any

United States of America
Citizenship

Rockford, MI
Residence (City & State)

10711 Shaner Avenue, N.E.
Rockford, MI 49341
Post Office Address

Inventor's Signature Date

Carlson, Bruce H.
Full name of fifth joint inventor, if any

United States of America
Citizenship

Rockford, MI
Residence (City & State)

6681 Checkerberry
Rockford, MI 49341
Post Office Address

Dave Bamborough 11/14/01
Inventor's Signature Date

Bamborough, Dave
Full name of second joint inventor, if any

United States of America
Citizenship

Kentwood, MI
Residence (City & State)

1786 Middleground Drive, S.E.
Kentwood, MI 49546
Post Office Address

James G. Blodgett 11/20/01
Inventor's Signature Date

Blodgett, James G.
Full name of fourth joint inventor, if any

United States of America
Citizenship

Kentwood, MI
Residence (City & State)

5446 Discovery Drive, S.E.
Kentwood, MI 49508
Post Office Address

William Dangel 11/26/01
Inventor's Signature Date

Dangel, William
Full name of sixth joint inventor, if any

United States of America
Citizenship

Grand Rapids, MI
Residence (City & State)

1855 Laraway Lane
Grand Rapids, MI 49546
Post Office Address

RECEIVED
DEC 26 2001
OFFICE OF PETITIONS

Inventor's Signature

Date

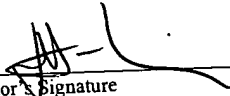
Hazard, William

Full name of seventh joint inventor, if any

United States of America
Citizenship

Grand Haven, MI
Residence (City & State)

17282 Timberdune Drive
Grand Haven, MI 49417
Post Office Address


Inventor's Signature

12/04/01
Date

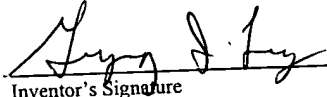
Hunking, Jim

Full name of ninth joint inventor, if any

Canada
Citizenship

London, Ontario
Residence (City & State)

63 Mountainview Crescent
London, Ontario N6J4M7
Post Office Address


Inventor's Signature

11/14/9
Date


Lang, Gregory J.

Full name of eleventh joint inventor, if any

United States of America
Citizenship

Grand Rapids, MI
Residence (City & State)

435 8 Mile Road, N.E.
Grand Rapids, MI 49525
Post Office Address


Inventor's Signature

12-10-01
Date

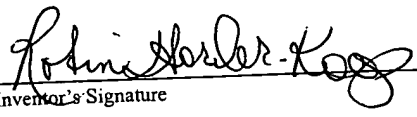
McCormick, Kathryn E.

Full name of thirteenth inventor, if any

United States of America
Citizenship

Hastings, MI
Residence (City & State)

333 W. Green
Hastings, MI 49058
Post Office Address


Inventor's Signature

11-27-01
Date

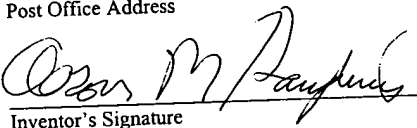
Horder-Koop, Robin

Full name of eighth joint inventor, if any

United States of America
Citizenship

Ada, MI
Residence (City & State)

8099 Wilderness Trail, N.E.
Ada, MI 49301
Post Office Address


Inventor's Signature

10-15-2001
Date

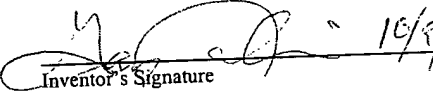
Kamphuis, Aaron M.

Full name of tenth joint inventor, if any

United States of America
Citizenship

Rockford, MI
Residence (City & State)

2337 Sawmill
Rockford, MI 49341
Post Office Address


Inventor's Signature

10/2/01
Date

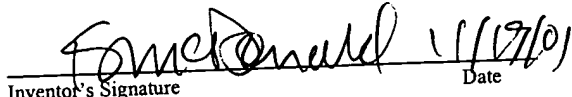
Mahieu, Gary A.

Full name of twelfth joint inventor, if any

United States of America
Citizenship

Grand Rapids, MI
Residence (City & State)

5198 Quailcrest
Grand Rapids, MI 49546
Post Office Address


Inventor's Signature

11/17/01
Date

McDonald, Kenneth J.

Full name of fourteenth inventor, if any

United States of America
Citizenship

Ada, MI
Residence (City & State)

9171 Conservancy
Ada, MI 49301
Post Office Address

RECEIVED

DEC 26 2001

OFFICE OF PETITIONS

John P. Parker 11/15/01
Inventor's Signature Date

Parker, John P.
Full name of fifteenth inventor, if any

United States of America
Citizenship

Ada, MI
Residence (City & State)

2488 Fairway Winds Ct.
Ada, MI 49301
Post Office Address

Kelly Savage 9/27/01
Inventor's Signature Date

Savage, Kelly K.
Full name of seventeenth inventor, if any

United States of America
Citizenship

Byron Center, MI 49315
Residence (City & State)

4188 104th Street, S.W.
Byron Center, MI 49315
Post Office Address

Claire Zevalkink 11-26-01
Inventor's Signature Date

Zevalkink, Claire
Full name of nineteenth inventor, if any

United States of America
Citizenship

Grand Rapids, MI
Residence (City & State)

2900 Pioneer Club Road, S.E.
Grand Rapids, MI 49506
Post Office Address

Andrew J. Popp 9/16/01
Inventor's Signature Date

Popp, Andrew J.
Full name of sixteenth inventor, if any

United States of America
Citizenship

Rockford, MI
Residence (City & State)

8366 Woodcrest
Rockford, MI 49341
Post Office Address

[Signature]
Inventor's Signature Date

Visser, Steven R.
Full name of eighteenth, if any

United States of America
Citizenship

Grand Rapids, MI
Residence (City & State)

2157 Okemos, S.E.
Grand Rapids, MI 49506
Post Office Address